



December 06, 2000

Utah Division of Oil, Gas, and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, UT 84114-5801

To Whom It May Concern:

Please find enclosed a permit for the drilling of the Quest #1 -28 located in the NW NW of section 28 T11S R25E, Uintah County. Enclosed are the following materials:

- 1) Complete drilling plan (2copies).
- 2) Form 3 (2 copies).
- 3) Survey plats (2 copies).
- 4) A letter from the Division of Water Rights indicating our source of water (2 copies).
- 5) Surface damage agreement between COLORADO-UTAH OIL SHALE COMPANY and Huntford Resources Corporation (2 copies)

The Land is in fee.

Estimated tops based on Anschutz Texas Creek #14-22 well are:

Green River: Surface
Wasatch: 1320 feet
Mesa Verde: 2260 feet

Based on the previous Anschutz Texas Creek #14-22 fresh water will be less than 800 feet. Oil and gas zones will start at 1320 feet. Drilling plans to go to the base of the Mesa Verde Formation. No other mineral bearing zones are expected to be encountered in the well.

Please call me at the phone numbers and address given below if you have and questions. Thank you.

Sincerely,

Steven A. Tedesco

SAT\ctt
Enclosures

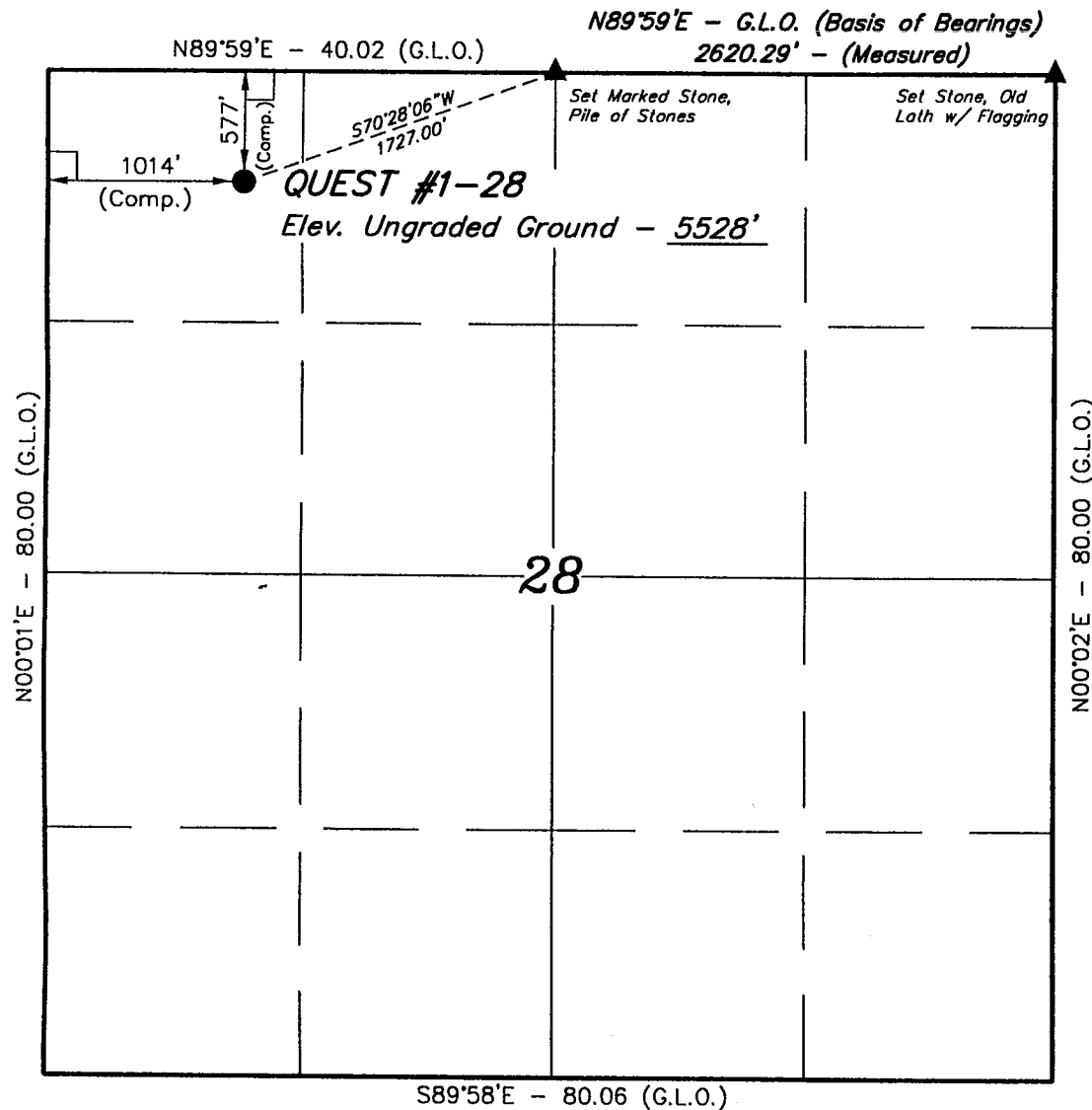
RECEIVED

DEC 11 2000

**DIVISION OF
OIL, GAS AND MINING**

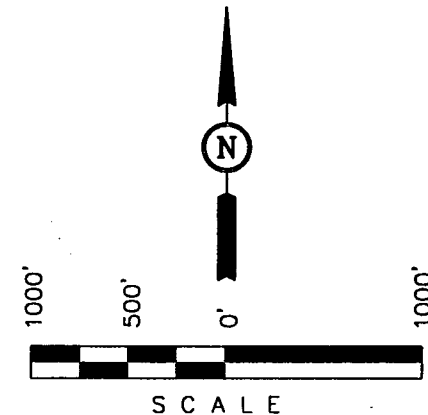
T11S, R25E, S.L.B.&M.

HUNT FORD RESOURCES CORP.
Well Location, QUEST #1-28, located as shown in the NW 1/4 NW 1/4 of Section 28, T11S, R25E, S.L.B.&M. Uintah County, Utah.



BASIS OF ELEVATION

BENCH MARK LOCATED NEAR ROAD IN THE SE 1/4 OF SECTION 21, T11S, R25E, S.L.B.&M. TAKEN FROM THE DRAGON QUADRANGLE, UTAH-COLORADO, 7.5 MINUTE (TOPOGRAPHICAL MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5590 FEET.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

No. 161319
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

LATITUDE = 39°50'19"
LONGITUDE = 109°07'42"

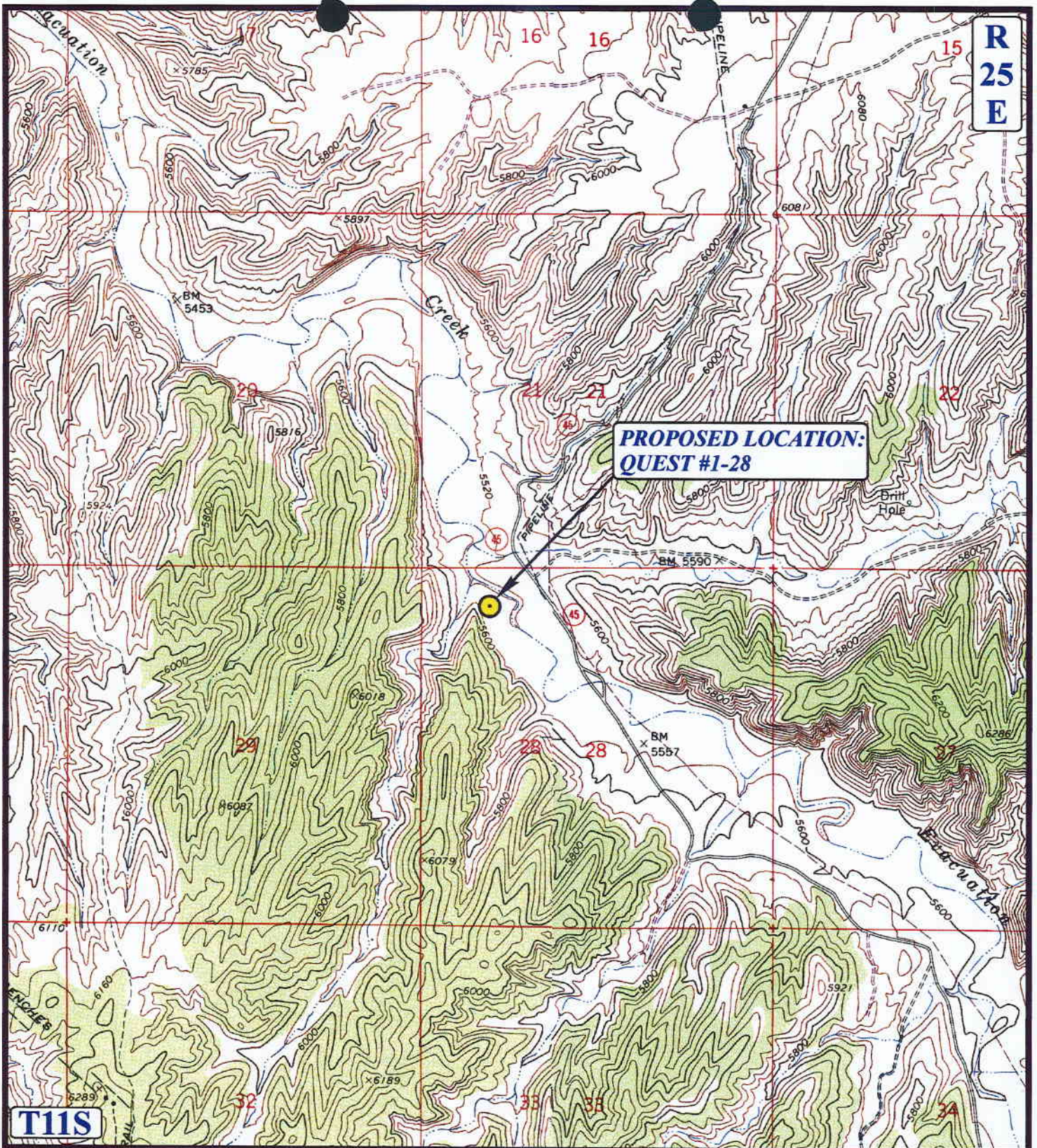
UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 11-28-00	DATE DRAWN: 12-04-00
PARTY C.T. J.H. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE HUNT FORD RESOURCES CORP.	

Drilling Plan
(ABBREVIATED)
Quest 1-28
SEC. 28-T11S-R25E
UINTAH COUNTY, UTAH

12/1/2000
M G Wagner

- 1) PU a 10 3/4' bit and 6" droll collars, drill to 350' with fresh water and or spud mud. Circulate and condition hole. TOOH.
- 2) PU the following casing and cementing equipment:
 - a) Guide Shoe for 8 5/8" casing
 - b) 1 joint of 8 5/8", 24.4 ppf, J55 casing with centralizer and stop ring in center of joint
 - c) Float Collar for 8 5/8" casing
 - d) 8 5/8", 24.4 ppf, J55 casing to surface with centralizers every other joint
 - e) Cementing head
- 3) Cement with 50-50 pozmix (1.55 cu.ft./sk yield) and additives as necessary to bring cement to surface, estimated using hole diameter plus 50% excess. WOC minimum of 8 hrs.
- 4) Cut off surface casing and weld on 8 5/8", 3M casing head. NU 3M BOPE. Pressure test same to 500 psig and 3000 psig. BOPE will include:
 - a) Blind ram
 - b) Pipe ram
 - c) Rotating head for 750 psig surface pressure
 - d) 3M choke manifold
- 5) PU 7 7/8" bit and drill collars. Drill out of casing shoe with fresh water. Drill to 4800' TD using 4% KCL water/polymer. Take surveys per State requirements, or as deviation dictates.
- 6) At TD, run a GR/DIL/FDC/CNL/caliper log suite from TD to base of surface casing.
- 7) PU the following casing and cementing equipment:
 - a) Guide shoe for 4 1/2" casing
 - b) 1 joint of 4 1/2", 10.5 ppf, J55 casing with centralizer and stop ring in center of joint
 - c) Float Collar for 4 1/2" casing
 - d) 4 1/2", 10.5 ppf, J55 casing to surface with centralizers across every prospective interval
 - e) Cementing head
- 8) Cement with Class G neat (1.2 cu.ft./sk yield) to surface using caliper log plus 10%. Reciprocate pipe if possible.
- 9) Land casing as cemented (full tension). Cut off and install tubing head and valve. RDMORT. Prepare to complete well.



T11S

LEGEND:

● PROPOSED LOCATION

N

HUNT FORD RESOURCES CORP.

QUEST #1-28
SECTION 28, T11S, R25E, S.L.B.&M.
577' FNL 1014' FWL

UEIS

Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

12 **4** **00**
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.G. REVISED: 00-00-00

B
 TOPO

WENTRM: 10-1539

APPLICATION/CLAIM NO.: F72674

CERT. NO.:

49-1639

F72674

12-18-2000

NAME: Claffe Synfuel Corp.
 ADDR: P.O. Box 1211
 CITY: Rifle

OWNER MISC: Gary D. Aho

STATE: CO ZIP: 81650

INTEREST:

LAND OWNED BY APPLICANT? Yes

DATES, ETC.:

FILING: 01/27/2000 REC'D BY: [DCS] PRIORITY: 01/27/2000 ADV DESIG: 01/07/2000 BY: [BPM] PAPER: Vernal Express
 PUB BEGAN: 03/01/2000 PUB ENDED: 03/08/2000 PROTST END: 03/28/2000 PROTESTED: [No] PROOP/PUB: 04/26/2000 BY: [DC] PROOP: [No]
 A/R DESIG: [Approved] A/R DESIG: 08/29/2000 REGION ENG: [RWL] AFFROP: [KLU] MEMO DEC: [Yes] APPR/REJECT: [Approved]
 APPR/RET: 09/01/2000 PROOF DUE: 09/30/2005 EXTENSION: / / ELEC/PROOF: [/ /] SLEC/PROOF: / / PROOF DRAFT: / /
 CERT/WUC: / / LAF, ETC: 09/01/2010 PROV LETR: / / RENOVATE: / /

FD Book No. Type of Right: FLD Status: APP Source of Info: APPL Map: Date Verified: 01/17/2000 Initials: DCS

LOCATION OF WATER RIGHT:

FLOW: 45 3 acre-feet

SOURCE: Existing Underground Water Well

COUNTY: Uintah

COMMON DESCRIPTION: 10 miles SE of Bonanza

POINT OF DIVERSION -- UNDERGROUND:

(1) N 465 ft E 1363 ft from SW cor, Sec 12, T 11S, R 25E, SLM DIAM: 6 Ins. DEPTH: 750 to ft. YEAR DRILLED: 1995 WELL LOG? Y
 Comment:

PLACE OF USE OF WATER RIGHT:

	NORTH-WEST:	NORTH-EAST:	SOUTH-WEST:	SOUTH-EAST:
	NW NE SW SE	NW NE SW SE	NW NE SW SE	NW NE SW SE
Sec 11 T 11S R 35E SLEM	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*
Sec 12 T 11S R 35E SLEM	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*
Sec 13 T 11S R 35E SLEM	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*
Sec 16 T 11S R 35E SLEM	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*
Sec 27 T 11S R 35E SLEM	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*
Sec 28 T 11S R 35E SLEM	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*	* X: X: X: X*

USES OF WATER RIGHT:

CLAIMS USED FOR PURPOSE DESCRIBED: 1519

Referenced To: Claims Groups: Type of Reference -- Claims: Purpose: Remarks:

***OIL EXPLORATION Oil or Natural Gas Exploration and Recovery.

PERIOD OF USE: 01/01 TO 12/31

OTHER COMMENTS:

The well was drilled under a temporary application

END OF DATA

DEC-63-66 11:15 AM CENTER ENERGY

SURFACE DAMAGE AGREEMENT

THIS AGREEMENT, Made and entered into this 4~~th~~ day of ~~November~~ ^{December}, 2000 between COLORADO-UTAH OIL SHALE COMPANY, P.O. Box 333, Pueblo, Colorado 81002; First Party, hereinafter referred to as "Surface Owner"; and HUNTFORD RESOURCES CORPORATION, 14550 E. Easter Avenue, Suite 1000, Englewood, Colorado 80112; Second Party, hereinafter referred to as "Operator".

For and in consideration of the covenants and agreements contained herein, and the amount of \$10.00 and other valuable consideration, payable by Operator to Surface Owner, the parties hereto agree as follows:

1. Surface Owner hereby grants to Operator, its agents, employees, and assigns, the right to enter upon and use the surface for the purpose of constructing and maintaining well sites, roads and pipelines and all appurtenances and facilities related thereto, in reference to all lands that are set out in Exhibit A attached hereto.
2. Operator is hereby granted the right to construct and maintain one or more well locations and or access roads within the surface estate of the surface owner. The surface owner shall receive \$1,500.00 per well site which shall be deemed to cover all well site damages and access road damages.
3. Operator is hereby granted the right to construct and maintain one or more pipelines within the surface estate of the surface owner. The surface owner shall receive \$1,000.00 per acre which shall be deemed to cover all damages caused by pipeline construction and maintenance.
4. Upon plugging and abandoning said well, the surface of the tract of land utilized herein by Operator shall be restored to the condition it was in prior to the commencement of the well so far as is reasonably possible.
5. Any damage compensation may be paid by check or draft and may be withheld by said ~~Operator~~ ^{Surface Owner}. The consideration shall be due

may be commenced within ten (10) business days after the commencement of any operations.

6. It is expressly agreed that there is no agreement not expressed on the face hereof concerning any further consideration to the undersigned.

IN WITNESS WHEREOF, The parties have set their hands the day and year first written above.

COLORADO-UTAH OIL SHALE COMPANY

X Vincent T. Baker

By: Vincent T. Baker

Its: President

STATE OF COLORADO)

: ss.

COUNTY OF PUEBLO)

On this 4th day of December, 2000, before me, personally appeared Vincent T. Baker, to me known to be the President of COLORADO-UTAH OIL SHALE COMPANY that is described in, and that executed the foregoing instrument, and acknowledged to me that such corporation executed the same.

Marilyn R. Werner
_____, Notary Public
State of Colorado
My Commission Expires: 8-30-03

EXHIBIT A

Township 11 South, Range 25 East, SLM

Sections: 28: W½

29: S½

30: E½

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 12/11/2000

API NO. ASSIGNED: 43-047-33801

WELL NAME: QUEST 1-28

OPERATOR: HUNTFORD RESOURCES CORP (N1405)

CONTACT: STEVEN TEDESCO

PHONE NUMBER: 303-617-7454

PROPOSED LOCATION:

NWNW 28 110S 250E

SURFACE: 0577 FNL 1014 FWL

BOTTOM: 0577 FNL 1014 FWL

UINTAH

WILDCAT (1)

INSPECT LOCATN BY: / /

Tech Review

Initials

Date

Engineering

RAM

2/6/01

Geology

Surface

LEASE TYPE: 4-Fee

LEASE NUMBER: FEE

SURFACE OWNER: 4-Fee

PROPOSED FORMATION: MVRD

RECEIVED AND/OR REVIEWED:

☒ Plat

☒ Bond: Fed[] Ind[] Sta[] Fee[4]

(No. 0621469550 & 12-20-2000)

☒ Potash (Y/N)

☒ Oil Shale (Y/N) *190-5 (B) or 190-3

☒ Water Permit

(No. 49-1639)

☒ RDCC Review (Y/N)

(Date: Dec 14-01 * Comments due 1-29-01)

☒ Fee Surf Agreement (Y/N)

LOCATION AND SITING:

 R649-2-3. Unit

 R649-3-2. General

☒ Siting: 460 From Qtr/Qtr & 920' Between Wells

 R649-3-3. Exception

 Drilling Unit

Board Cause No:

Eff Date:

Siting:

 R649-3-11. Directional Drill

COMMENTS:

Need Private (02-01-01)

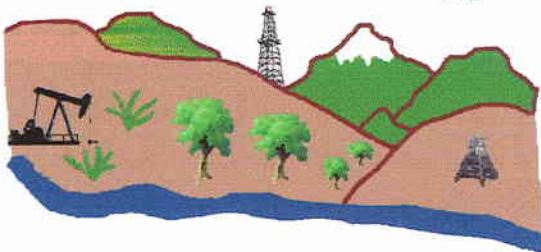
Need add'l info. "Ex. Loc." (Rec'd 1-29-01)

STIPULATIONS:

① STATEMENT OF BASIS

② In order to protect designated oil shale and any near surface ground water, cement for the surface casing shall be brought up to ground level. Should the primary cement job prove unsuccessful, subsequent 1 inch operations shall be performed.

RDCC rule



Utah Oil Gas and Mining

OPERATOR: HUNTFORD RESOURCES (N1405)

FIELD: WILDCAT (001)

SEC. 28, T11S, R25E,

COUNTY: UINTAH SPACING: R649-3-3/EX LOC

T11S R25E

20

21

22

QUEST 10-22

EVACUATION CRK FEE 1

QUEST 16-21

QUEST 22-1
TEXAS CREEK 14-22

QUEST 16-22

QUEST 1-28

QUEST 2-28

29

28

27

32

33

34

Well name:

01-02 Huntford Quest 1-28

Operator: **Huntford**String type: **Surface**

Project ID:

43-047-33805

33801

Location: **Uintah Co.****Design parameters:****Collapse**

Mud weight: 8.330 ppg

Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No

Surface temperature: 65 °F

Bottom hole temperature: 70 °F

Temperature gradient: 1.40 °F/100ft

Minimum section length: 185 ft

Cement top: Surface

BurstMax anticipated surface
pressure:

0 psi

Internal gradient: 0.433 psi/ft

Calculated BHP 151 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.60 (J)

Premium: 1.50 (J)

Body yield: 1.50 (B)

Tension is based on air weight.

Neutral point: 306 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 4,800 ft

Next mud weight: 8.330 ppg

Next setting BHP: 2,077 psi

Fracture mud wt: 19.250 ppg

Fracture depth: 350 ft

Injection pressure 350 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	350	8.625	24.00	J-55	ST&C	350	350	7.972	16.9
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	151	1370	9.05	151	2950	19.48	8	244	29.05 J

Prepared R.A.McKee
by: Utah Dept. of Natural ResourcesDate: February 6, 2001
Salt Lake City, Utah**ENGINEERING STIPULATIONS: NONE**

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 350 ft, a mud weight of 8.33 ppg. The casing is considered to be evacuated for collapse purposes.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:		01-02 Huntford Quest 1-28	
Operator:	Huntford	Project ID:	43-047- 33805
String type:	Production		33801
Location:	Uintah Co.		

Design parameters:
Collapse

Mud weight: 8.540 ppg
Design is based on evacuated pipe.

Minimum design factors:
Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 65 °F
Bottom hole temperature: 132 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 368 ft

Cement top: 1,231 ft

Burst

Max anticipated surface pressure: 0 psi
Internal gradient: 0.444 psi/ft
Calculated BHP 2,129 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Non-directional string.

Tension is based on air weight.

Neutral point: 4,190 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	4800	4.5	10.50	J-55	ST&C	4800	4800	3.927	100.3
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	2129	4010	1.88	2129	4790	2.25	50	132	2.62 J

Prepared R.A.McKee
by: Utah Dept. of Natural Resources

Date: February 6, 2001
Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 4800 ft, a mud weight of 8.54 ppg. The casing is considered to be evacuated for collapse purposes.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

01-02 Huntford Quest 1-2

Casing Schematic

Surface

8-5/8"
MW 8.3
Frac 19.3

TOC @
0.

Surface
350. MD

TOC @
1231.

— Assumes 15%
WASH OUT

BOP

$$4\% KCL = 8.54 \text{ #/gal}$$

$$.052 (8.54) 4800 = 2132 \text{ psi}$$

$$\begin{array}{r} \text{GAS} \\ \text{GRM} \end{array} \quad .12 (4800) < 5767$$

$$\text{SURFACE PRESS} \quad \underline{\underline{1555}}$$

∴ 3M BOP SYSTEM ADEQUATE

4-1/2"
MW 8.5

Production
4800. MD

HUNTFORD RESOURCES CORP.

14550 East Easter, Ste 1000

Englewood, CO 80112

(303) 617-7454

(303) 617-7442 (Fax)

stedesco@atoka.com

FAX COVER SHEET

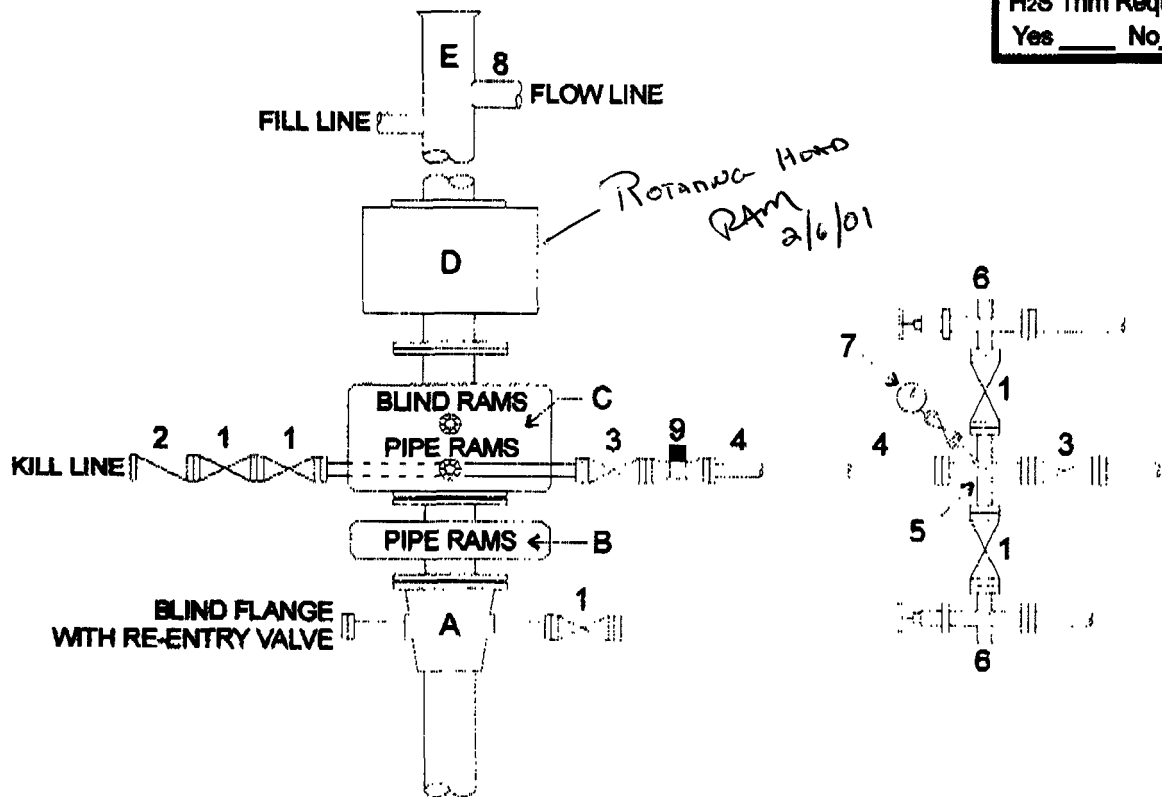
Date: Feb 6
To: Al McKee
From: Jamie Kowal

Fax No. 801 359 3940
No. of Pages: 3, inc cover

Message:

**CONFIDENTIAL
FAX COVER SHEET**

H₂S Trim Required
Yes ____ No ____



MATERIAL LIST

Item	Description	Qty.
A	Wellhead	1
B	3000# W.P. single ram type preventer, hydraulic operated with 1" steel, 3000# W.P. control lines.	1
C	3000# W.P. dual ram type preventer, hydraulic operated with 1" steel, 3000# W.P. control lines (where substructure height is adequate, 2 - 3000# W.P. single ram type preventers may be used with 3000# W.P. drilling spool with 2" minimum flanged outlet for kill line and 3" minimum flanged outlet for choke line. The drilling spool is to be installed below the single ram type preventers.)	1
D	Annular preventer, hydraulic operated with 1", 3000# W.P. control lines.	1
E	Bell nipple with flow line and fill-up outlets.	1
1	2" minimum 3000# W.P. flanged full opening steel gate valve, or Halliburton Lo Torc plug valve.	5
2	2" minimum 3000# W.P. back pressure valve.	1
3	3" minimum 3000# W.P. flanged full opening steel gate valve, or Halliburton Lo Torc plug valve.	3
4	3" minimum schedule 80, Grade "B" seamless line pipe.	
5	2" minimum x 3" minimum 3000# W.P. flanged cross.	1
6	2" minimum 3000# W.P. adjustable choke body.	2
7	Cameron Mud Gauge or equivalent (location optional choke line).	1
8	8-5/8" minimum steel flow line.	
9	3" minimum 3000# W.P. flanged hydraulic operated gate valve.	1

Drilling Control
Condition III-3000# W.P.

Exhibit D

Wagner Engineering, LLC
Littleton, Colorado



February 06, 2001

Utah Division of Oil, Gas, and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, UT 84114-5801

To Whom It May Concern:

Attn: Al McKee,

The estimated bottom hole pressure will be 2085lbs.

The Casing will be LTC. I will let you know if this will change.

Please call me at the phone numbers and address given below if you have and questions. Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read 'S.A. Tedesco', is written over a horizontal line.

Steven A. Tedesco

SAT:tt
Enclosures

**DIVISION OF OIL, GAS AND MINING
APPLICATION FOR PERMIT TO DRILL
STATEMENT OF BASIS**

Operator Name: HUNTFORD RESOURCES CORP.

Well Name & Number: QUEST 1-28

API Number: 43-047-33801

Location: 1/4,1/4 NW/NW Sec. 28 T. 11S R. 25E

Geology/Ground Water:

Huntford proposes to set 350' of surface casing at this location. The depth to the base of the moderately saline water at this location is estimated to be at a depth of 5500' (below the proposed depth for the well in question). A search of Division of Water Rights records shows 3 water wells within a 10,000 foot radius of the center of section 28. All are industrial use wells with depths ranging from 100-750'. The surface formation at this site is the Green River Formation. The Green River Formation is made up of interbedded limestones, shales and sandstones. The proposed casing and cementing program should adequately protect any underground sources of useable water.

Reviewer: Brad Hill

Date: 02/05/01

Surface:

The pre-drill investigation of the surface was performed on 2/1/2001. Surface owner is Colorado-Utah Oil Shale Company. Mr. Kelly Allen with Huntford assured me that Mr. Vincent Baker, President of Colorado-Utah Oil Shale Company, was invited to this investigation but declined to attend. Mr. Curly Teter represented Huntford at this investigation. This site is within 300' of Evacuation Creek which runs year round. Access road will cross this creek and Huntford plans a low water crossing. Most roads in this area which cross this creek do so with a low water crossing. The reserve pit for this location has not been surveyed, but it must be constructed south of well bore away from the creek. This pit must be lined, and location must be bermed before drilling operations begin. Mr. Teter was in agreement with me on these points.

Reviewer: David W. Hackford

Date: 2/1/2001

Conditions of Approval/Application for Permit to Drill:

1. A synthetic liner with a minimum thickness of 12 mils shall be properly installed and maintained in the reserve pit.
2. Location must be bermed with 18" berm before drilling operations begin.
3. Reserve pit must be constructed south of well bore.

ON-SITE PREDRILL EVALUATION
Division of Oil, Gas and Mining

OPERATOR: HUNTFORD RESOURCES CORP.
WELL NAME & NUMBER: QUEST 1-28
API NUMBER: 43-047-33801
LEASE: FEE FIELD/UNIT: WILDCAT
LOCATION: 1/4, 1/4 NW/NW SEC: 28 TWP: 11S RNG: 25E
1014' F W L 577' F N L
LEGAL WELL SITING: Statewide 400 foot window in center of 40
acre tract and no closer than 920 feet from
another well.
GPS COORD (UTM): 12660110E 4411588N
SURFACE OWNER: COLORADO-UTAH OIL SHALE COMPANY

PARTICIPANTS:

DAVID HACKFORD (D.O.G.M), CURLY TETER (HUNTFORD RESOURCES).

REGIONAL/LOCAL SETTING & TOPOGRAPHY:

SITE IS IN THE BOTTOM OF A VALLEY RUNNING SOUTHEAST TO NORTHWEST.
THERE IS A SHARP RIDGE SOUTHWEST OF AND ADJACENT TO SITE.
EVACUATION CREEK IS 300' NORTHEAST OF SITE.

SURFACE USE PLAN:

CURRENT SURFACE USE: WILDLIFE AND LIVESTOCK GRAZING.
HUNTING.

PROPOSED SURFACE DISTURBANCE: LOCATION WOULD BE 130' BY
225'. ACCESS ROAD HAS NOT BEEN SURVEYED AT THIS TIME.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: SEE
ATTACHED MAP FROM GIS DATABASE

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: ALL
PRODUCTION FACILITIES WILL BE ON LOCATION AND CONSTRUCTED
AFTER WELL IS DRILLED AND COMPLETED. THE PIPELINE TO THIS
WELL HAS NOT BEEN SURVEYED.

SOURCE OF CONSTRUCTION MATERIAL: ALL CONSTRUCTION MATERIAL
WILL BE BORROWED FROM SITE DURING CONSTRUCTION OF LOCATION.

ANCILLARY FACILITIES: NONE WILL BE REQUIRED.

WASTE MANAGEMENT PLAN:

DRILLED CUTTINGS WILL BE SETTLED INTO RESERVE PIT. LIQUIDS FROM PIT WILL BE ALLOWED TO EVAPORATE. FORMATION WATER WILL BE CONFINED TO STORAGE TANKS. SEWAGE FACILITIES, STORAGE AND DISPOSAL WILL BE HANDLED BY COMMERCIAL CONTRACTOR. TRASH WILL BE CONTAINED IN TRASH BASKETS AND HAULED TO AN APPROVED LAND FILL.

ENVIRONMENTAL PARAMETERS:

AFFECTED FLOODPLAINS AND/OR WETLANDS: NONE

FLORA/FAUNA: NATIVE GRASSES, JUNIPER, GREASEWOOD, CHEAT GRASS, SHADSCALE, SAGE: RODENTS, COYOTES, SONGBIRDS, RAPTORS, PRONGHORN, DEER, ELK, COUGAR, BLACK BEAR.

SOIL TYPE AND CHARACTERISTICS: BROWN SANDY CLAY LOAM.

EROSION/SEDIMENTATION/STABILITY: VERY LITTLE NATURAL EROSION. SEDIMENTATION AND STABILITY ARE NOT A PROBLEM AND LOCATION CONSTRUCTION SHOULDN'T CAUSE ANY INCREASE IN STABILITY OR EROSION PROBLEMS.

PALEONTOLOGICAL POTENTIAL: NONE OBSERVED.

RESERVE PIT:

CHARACTERISTICS: 50' BY 50' AND EIGHT FOOT DEEP.

LINER REQUIREMENTS (Site Ranking Form attached): A 12 MIL LINER WILL BE REQUIRED FOR RESERVE PIT.

SURFACE RESTORATION/RECLAMATION PLAN:

AS PER LANDOWNER AGREEMENT.

SURFACE AGREEMENT: YES

CULTURAL RESOURCES/ARCHAEOLOGY: SITE IS ON FEE LAND.

OTHER OBSERVATIONS/COMMENTS:

THE PRE-DRILL INVESTIGATION TOOK PLACE ON A COOL, CLEAR DAY WITH FOUR INCHES OF SNOW COVER.

ATTACHMENTS:

PHOTOS OF SITE WILL BE PLACED ON FILE.

DAVID W. HACKFORD
DOGM REPRESENTATIVE

2/1/2001 -10:30 AM
DATE/TIME

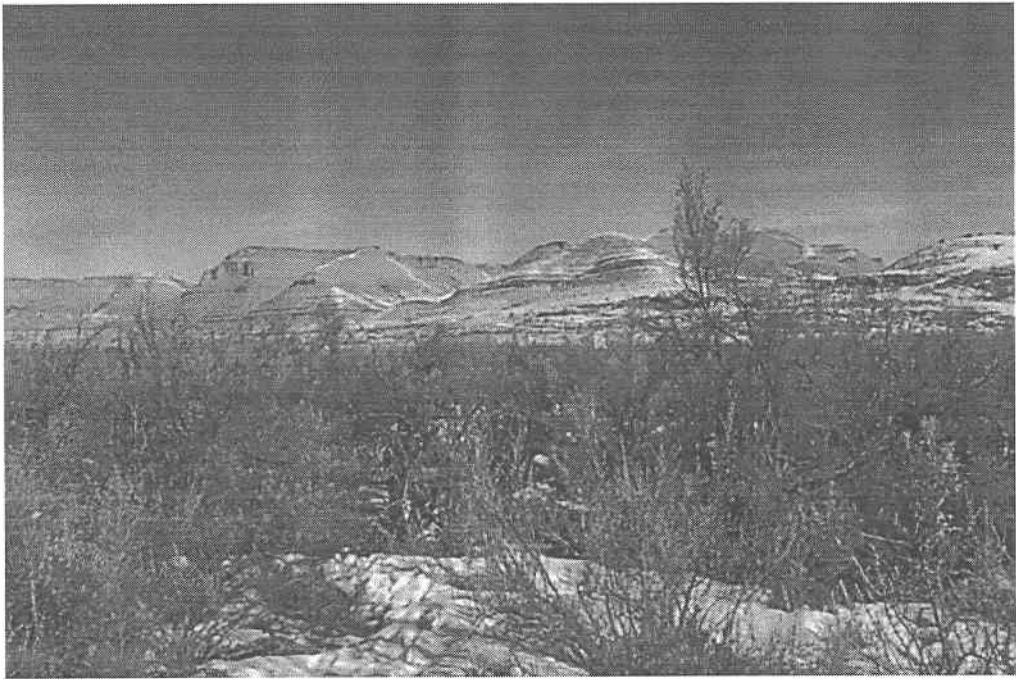
Evaluation Ranking Criteria and Ranking Score
For Reserve and On-site Pit Liner Requirements

<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>5</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	
< 100	20	<u>10</u>
Distance to Nearest Municipal Well (feet)		
>5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	15	<u>0</u>
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	<u>0</u>
Native Soil Type		
Low permeability	0	
Mod. permeability	10	
High permeability	20	<u>10</u>
Fluid Type		
Air/mist	0	
Fresh Water	5	
TDS >5000 and <10000	15	
TDS >10000 or Oil Base	20	
Mud Fluid containing high levels of hazardous constituents		<u>5</u>
Drill Cuttings		
Normal Rock	0	
Salt or detrimental	10	<u>0</u>
Annual Precipitation (inches)		
<10	0	
10 to 20	5	
>20	10	<u>0</u>
Affected Populations		
<10	0	
10 to 30	6	
30 to 50	8	
>50	10	<u>0</u>
Presence of Nearby Utility		
Conduits		
Not Present	0	
Unknown	10	
Present	15	<u>0</u>
Final Score		<u>30</u>







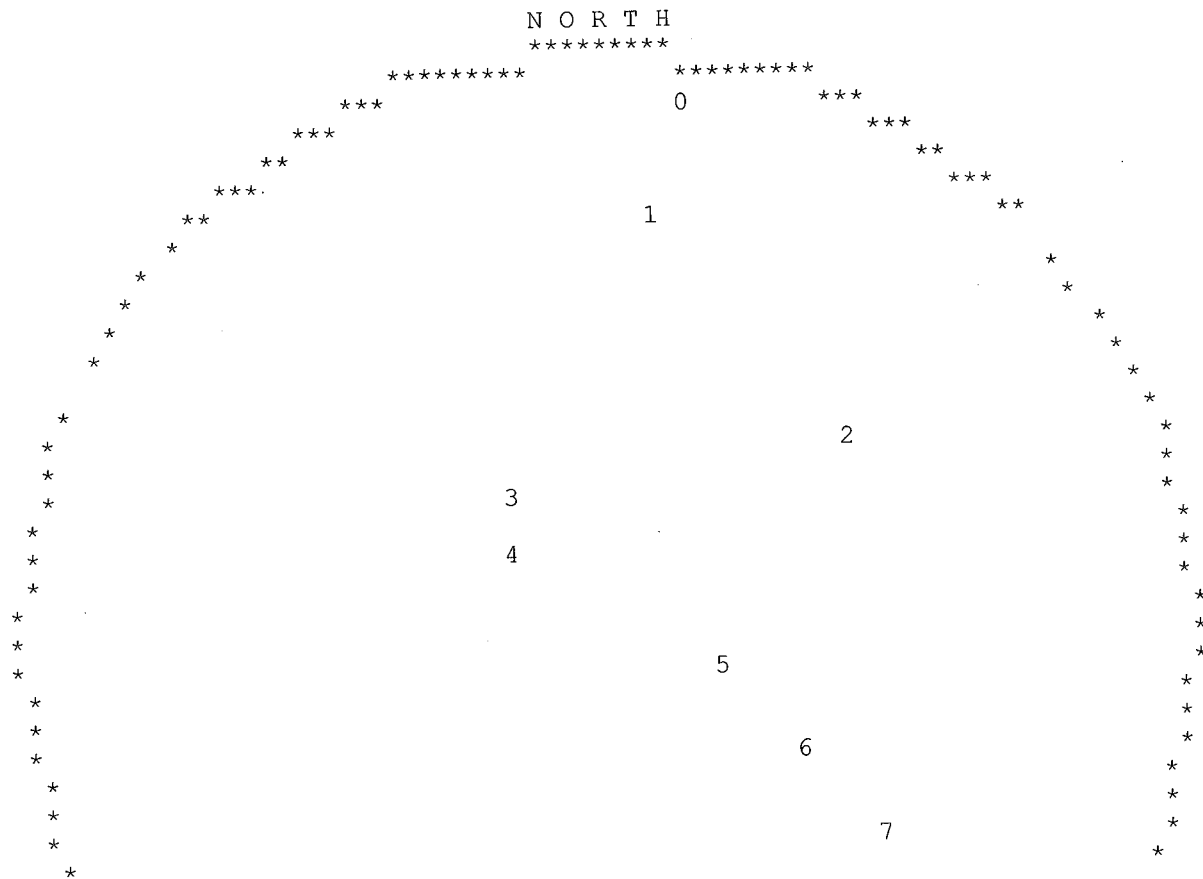




UTAH DIVISION OF WATER RIGHTS
WATER RIGHT POINT OF DIVERSION PLOT CREATED MON, FEB 5, 2001, 3:37 PM
PLOT SHOWS LOCATION OF 13 POINTS OF DIVERSION

PLOT OF AN AREA WITH A RADIUS OF 10000 FEET FROM A POINT
FEET, FEET OF THE CT CORNER,
SECTION 28 TOWNSHIP 11S RANGE 25E SL BASE AND MERIDIAN

PLOT SCALE IS APPROXIMATELY 1 INCH = 4000 FEET



UTAH DIVISION OF WATER RIGHTS
NWPLAT POINT OF DIVERSION LOCATION PROGRAM

2/5/01 3:27 PM

.....

THOMAS W. BACHTELL
A. JOHN DAVIS, III
JOHN W. ANDERSON
FREDERICK M. MACDONALD
GEORGE S. YOUNG
ANGELA L. FRANKLIN
JOHN S. FLITTON
MICHAEL S. JOHNSON
WILLIAM E. WARD

LAW OFFICES
PRUITT, GUSHEE & BACHTELL
Suite 1850 Beneficial Life Tower
Salt Lake City, Utah 84111-1495
(801) 531-8446
Telecopier (801) 531-8468
e-mail: mail@pgblaw.com

SENIOR COUNSEL
ROBERT G. PRUITT, JR.
OLIVER W. GUSHEE, JR.

OF COUNSEL
ROBERT G. PRUITT, III
BRENT A. BOHMAN

TELECOPIER TRANSMITTAL COVER SHEET

TO: John Baza
DATE: January 15, 2001
COMPANY: Utah Division of Oil, Gas and Mining
TELECOPIER NUMBER: 359-3940
CITY/STATE: Salt Lake City, UT
PAGES (INCLUDING COVER SHEET): 1
FROM: Robert G. Pruitt, Jr.
CLIENT/MATTER NUMBER: 1216.11

MESSAGE: John:

Concerning the Huntford Resources vs. Cliffs Synfuel "oil shale conflict" on private lands in eastern Uintah County, I would like to explore with you and other staff of DOGM how we might petition the Board for an Order (I refer to it as a "Protective Order") establishing the minimum sized "support pillar" that must be left around an open gas well in the event of near-surface or shallow mining on the Oil Shale Property owned by Cliffs Synfuel.

If, as Huntford proposes, a very small support pillar (say, 30-feet or so in diameter) is all that is required for shallow mining (that is, down to a maximum depth of 400 feet), then the concern of Cliffs Synfuel evaporates. Such a small support pillar can be left almost anywhere. But if a larger support pillar is needed, then Cliffs Synfuel will be obliged to fight Huntford's proposed "close pattern well spacing" simply to preserve its ability to mine and extract the known and proven shallow oil shale deposits underlying its private lands. An Order by the Board, after expert testimony at a hearing, should be able to specify exactly what size support pillar is needed, and the Board's formal Order should influence any situation or concern arising in the future, if and when an actual "multiple mineral" conflict exists. Cliffs Synfuel cannot benignly wait, until it is too late, to know what the mining (and support) parameters will be!

Please identify who on DOGM's staff has the expertise to discuss this issue with our engineer, and to advise the Board at a formal hearing. Then call me at 531-8446 to set up a meeting among the parties to explore this option. Time is of the essence!

Thanks for your invaluable assistance.

Bob Pruitt

cc: Gary D. Aho (via FAX to 970/625-2448)

From: Kimm Harty
To: Bruce Ratzlaff
Date: 1/10/01 8:37AM
Subject: UGS comments of RDCC list

Bruce - Here are UGS comments for items 319, 320, 321, and 322 (Huntford Resources Corp permits to drill):

Although there are no recorded paleontological localities at these potential drill sites, the Unita and Green River Formations exposed throughout the area both have the potential for yielding significant fossils. Therefore, should drilling be approved, the UGS recommends that Huntsford Resources Corp. consider conducting a pre-construction paleontological survey in areas of potential surface disturbance.

FILE EDIT VIEW FAVORITES TOOLS HELP

BACK FORWARD STOP REFRESH HOME SEARCH FAVORITES HISTORY MAIL PRINT EDIT DISCUSS

ADDRESS [HTTP://GOVDATA.STATE.UT.US/PROGRAMS/RDCC.ASP](http://govdata.state.ut.us/programs/rdcc.asp) Go LINKS

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116 State Capital - Salt Lake City, Utah 84114 - Telephone: (801) 538-1027 - Fax: (801) 538-1547

RDCC Project Management System

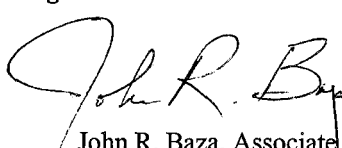
Words to search for Due From Due To Leaving due dates blank retrieves current items

Number	Comment Due GOPB	Contact	Description
323	01/29/2001	Lisha Cordova 801/538-5296	Sponsor: Division of Oil, Gas and Mining Project Type: Drilling Permits Counties Affected: Uintah Huntford Resources proposes to drill the Quest 16-22 well (wildcat) on Gas FEE lease.
322	01/29/2001	Lisha Cordova 801/538-5296	Sponsor: Division of Oil, Gas and Mining Project Type: Drilling Permits Counties Affected: Uintah Huntford Resources proposes to drill the Quest 16-21 well (wildcat) on Gas FEE lease.
321	01/29/2001	Lisha Cordova 801/538-5296	Sponsor: Division of Oil, Gas and Mining Project Type: Drilling Permits Counties Affected: Uintah Huntford Resources proposes to drill the Quest 10-22 well (wildcat) on Gas FEE lease.
320	01/29/2001	Lisha Cordova 801/538-5296	Sponsor: Division of Oil, Gas and Mining Project Type: Drilling Permits Counties Affected: Uintah Huntford Resources proposes to drill the Quest 2-28 well (wildcat) on Gas FEE lease.
319	01/29/2001	Lisha Cordova 801/538-5296	Sponsor: Division of Oil, Gas and Mining Project Type: Drilling Permits Counties Affected: Uintah Huntford Resources proposal to drill the Quest 1-28 well (wildcat) on Gas FEE lease.

START NOVE... OIL & ... GROU... MAIL F... MAIL F... RDCC... INTERNET 12:05 PM

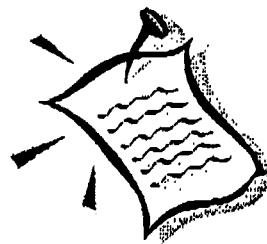
file

STATE ACTIONS
State Clearinghouse Coordinator
116 State Capitol, SLC, UT 84114
538-1535

1. Administering State Agency Oil, Gas and Mining 1504 West North Temple, Suite 1210 Salt Lake City, UT 84114-5801	2. State Application Identifier Number: (assigned by State Clearinghouse) 3. Approximate date project will start: Upon Approval
4. Areawide clearinghouse(s) receiving state action: (to be sent out by agency in block 1) Uintah Basin Association of Governments	
5. Type of action: // Lease /X/ Permit // License // Land Acquisition // Land Sale // Land Exchange // Other _____	
6. Title of proposed action: Application for Permit to Drill	
7. Description: Huntford Resources Corp. proposes to drill the Quest 1-28 well (wildcat) on Gas FEE lease, Uintah County, Utah. This action is being presented to the RDCC for consideration of resource issues affecting state interests. The Division of Oil, Gas and Mining is the primary administrative agency in this action and must issue approval before operations commence.	
8. Land affected (site location map required) (indicate county) NW/4, NW/4, Section 28, Township 11 South, Range 25 East, Uintah County, Utah	
9. Has the local government(s) been contacted? No	
10. Possible significant impacts likely to occur: Degree of impact is based on the discovery of oil or gas in commercial quantities.	
11. Name and phone of district representative from your agency near project site, if applicable: 	
12. For further information, contact: Lisha Cordorva Phone: (801) 538-5296	13. Signature and title of authorized officer  John R. Baza, Associate Director Date: January 4, 2001

FAX COVER SHEET

Division of Water Rights
Vernal Regional Office
152 East 100 North
Vernal, UT 84078
(435)781-5327



DATE: 12/18/00
TIME: 3:45 PM

TO:

NAME: Lisha
AGENCY: Div of Oil, Gas & Mining
FAX NO: (801) 359-3940

FROM:

NAME: Billie
AGENCY: Div of Water Rights
FAX: (435) 289-8343

Number of pages being transmitted, including cover sheet 3

COMMENTS: _____

RECEIVED

JAN 27 2000

WATER RIGHT
VERNAL**FILING FOR WATER IN THE
STATE OF UTAH**Rec. by ACFee Rec. 1100.00 # 2330

Receipt # _____

APPLICATION TO APPROPRIATE WATER

For the purpose of acquiring the right to use a portion of the unappropriated water of the State of Utah, application is hereby made to the State Engineer, based upon the following showing of facts, submitted in accordance with the requirements to Title 73, Chapter 3 of the Utah Code Annotated (1953, as amended).

WATER RIGHT NUMBER: 49 - 1639

APPLICATION NUMBER: F 572674

1. OWNERSHIP INFORMATION:

LAND OWNED? Yes

A. NAME: Cliffs Synfuel Corp.

Gary D. Aho

ADDRESS: P.O. Box 1211, Rifle, CO 81650

B. PRIORITY DATE: January 27, 2000

FILING DATE: January 27, 2000

2. SOURCE INFORMATION:

A. QUANTITY OF WATER: 48.0 acre-feet

B. SOURCE: Existing Underground Water Well

COUNTY: Uintah

C. POINT OF DIVERSION -- UNDERGROUND:

(1) N 465 feet E 1363 feet from SW corner, Section 22, T 11S, R 25E, SLBM

WELL DIAMETER: 6 inches

WELL DEPTH: 750 feet

D. COMMON DESCRIPTION: 10 ^{miles} SE of Bonanza**3. WATER USE INFORMATION:**

IRRIGATION: from Apr 1 to Oct 31. IRRIGATING: 6.000 acres.

See memo decision

----- Northwest Quarter -----				----- Northeast Quarter -----				----- Southwest Quarter -----				----- Southeast Quarter -----				Section
NW	NE	SW	SE	NW	NE	SW	SE	NW	NE	SW	SE	NW	NE	SW	SE	Totals
SL 11S 25E 22			*					*			2.0000	4.0000				6.0000
Group Total: 6.0000																

DOMESTIC: from Jan 1 to Dec 31. PERSONS: 10

See memo Decision

OIL EXPLORATION: from Jan 1 to Dec 31. Oil or Natural Gas Exploration

OIL RECOVERY: from Jan 1 to Dec 31. Oil recovery and extraction activities

280
90
-37*Fixed time
10 years.**Applicant
wants to
drop irrigation
and domestic
as per
telephone
8/28/2000*

Appropriate

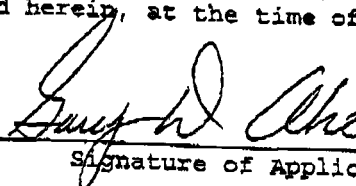
LIMITATION(S): The Irrigation portion of this right is limited to the sole irrigation requirements of 6.0000 acres.

4. PLACE OF USE: (which includes all or part of the following legal subdivisions:)

BASE TOWN	RANG	SEC	NORTH-WEST				NORTH-EAST				SOUTH-WEST				SOUTH-EAST			
			NW	NE	SW	SE	NW	NE	SW	SE	NW	NE	SW	SE	NW	NE	SW	SE
SL	11S	25E	21	X	X	X	X	***	X	X	X	X	***	X	X	X	X	***
			22	X	X	X	X	***	X	X	X	X	***	X	X	X	X	***
			23	X	X	X	X	***	X	X	X	X	***	X	X	X	X	***
			26	X	X	X	X	***	X	X	X	X	***	X	X	X	X	***
			27	X	X	X	X	***	X	X	X	X	***	X	X	X	X	***
			28	X	X	X	X	***	X	X	X	X	***	X	X	X	X	***

5. SIGNATURE OF APPLICANT(S):

The applicant(s) hereby acknowledge(s) that he/she/they are citizen(s) of the United States of America or intend(s) to become such a citizen(s). The quantity of water sought to be appropriated is limited to that which can be beneficially used for the purposes herein described. The undersigned hereby acknowledges that even though he/she/they may have been assisted in the preparation of the above-numbered application through the courtesy of the employees of the Division of Water Rights, all responsibility for the accuracy of information contained herein, at the time of filing, rests with the applicant(s).



Signature of Applicant(s)



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor

Kathleen Clarke
Executive Director

Lowell P. Braxton
Division Director

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)

December 21, 2000

Mr. Steven Tedesco
Huntford Resources Corporation
14550 E. Easter Avenue, Suite 1000
Englewood, CO 80112

Mr. Gary Aho
Cliffs Synfuels Corporation
818 Taughenbaugh Boulevard
Rifle, CO 81650

Re: Applications for Permit to Drill in Uintah County, Utah

Dear Mr. Tedesco and Mr. Aho:

On December 11, 2000, the Division of Oil, Gas and Mining ("the Division") received individual Applications for Permit to Drill ("APDs") from Huntford Resources Corporation ("Huntford") for the following wells located in Uintah County, Utah:

Quest #1-28	NW NW Section 28, Township 11 South, Range 25 East
Quest #2-28	SE NW Section 28, Township 11 South, Range 25 East
Quest #10-22	NW SE Section 22, Township 11 South, Range 25 East
Quest #16-21	SE SE Section 21, Township 11 South, Range 25 East
Quest #16-22	SE SE Section 22, Township 11 South, Range 25 East

As the staff of the Division has been reviewing these APDs for approval, they raised several concerns about the APDs, which I feel need to be addressed before approving the wells for drilling. I have presented the Division's concerns in the following paragraphs.

✓ 1. Several representatives of Huntford have been discussing the matter of bond coverage for these APDs with staff members of the Division. As a result of these discussions, the Division has been contacted by Wells Fargo Bank in Colorado regarding a Certificate of Deposit ("CD") to be used for bond coverage. The bank has represented to the Division that they cannot issue a CD solely in the name of the Division and also allow payment of interest on that account back to Huntford; rather, the bank desires to issue the CD jointly in the name of both the Division and Huntford. Rule R649-3-1 (10.2.3.2), Bonding clearly states that Certificates of Deposit "shall be made payable or assigned only to the Division both in writing and upon the records of the bank issuing the certificate." For this reason, the Division cannot accept the terms of the Certificate of Deposit presented by Wells Fargo Bank, and Huntford must resolve this matter to be in compliance with the Oil and Gas Conservation General Rules. Adequate bond coverage must be submitted to and accepted by the Division prior to issuing approvals for the subject APDs.

Page Two
Steven Tedesco and Gary Aho
December 21, 2000

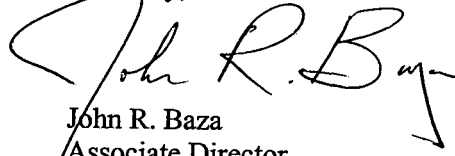
2. The APDs are all located within a Designated Oil Shale Area defined by order of the Board of Oil, Gas and Mining ("the Board") in Cause No. 190-3. I have been informed by Mr. Aho of Cliffs Synfuels Corporation ("Cliffs") and Mr. Robert Pruitt, Jr., attorney for Cliffs, that Cliffs maintains ownership interest in the oil shale resources within the Designated Oil Shale Area. They have also indicated that certain contractual negotiations between Cliffs and Huntford have broken down pertaining to Huntford's development of the gas resources of the area. Pursuant to Rule R649-3-27, Multiple Mineral Development, the Division's policy is to promote development of all mineral resources on land under its jurisdiction. Therefore, prior to approving the APDs, I request both Huntford and Cliffs re-establish efforts to negotiate a cooperative agreement as contemplated by the referenced rule. In order to determine the status of such negotiations and to facilitate continued processing of the APDs for approval, **I also request a meeting with representatives of both of your organizations in the Division's office located in Salt Lake City at 10:00 a.m. on Thursday, January 4, 2001.** Dependent on the outcome of that meeting, the Division may continue to process the APDs for approval or pursue further action as appropriate. At any time, multiple mineral developers may request a hearing before the Board in accordance with Rule R649-3-27 (4).

3. In conjunction with multiple mineral development negotiations, Huntford has indicated in three of the submitted APDs that they have been unable to negotiate a surface damage agreement with Cliffs. Prior to approval of the APDs, the Division wishes to verify that such negotiations have reached an impasse, and I expect that this can also be accomplished at the scheduled meeting in January.

4. All five of the APDs are within one mile of Huntford's Quest #22-1 well which was recently approved by the Division and which is currently in drilling status. Because little geologic and engineering data is available to establish appropriate well density and spacing requirements, the Division must consider the prudence of drilling wells in densely spaced clusters without adequate knowledge of reservoir properties and well drainage characteristics. I would like to discuss this issue with you at the January meeting along with the previously mentioned concerns.

If you cannot meet on the date proposed, please contact me as soon as possible to reschedule the meeting. Please contact either myself at (801) 538-5334 or Earlene Russell at (801) 538-5277. I look forward to meeting with both of your organizations.

Sincerely,



John R. Baza
Associate Director

er

cc: Mr. Robert Pruitt, Jr.
Mr. Phil Lear



January 24, 2001

Utah Division of Oil, Gas, and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, UT 84114-5801

To Whom It May Concern:

Huntford Resources Corp. requests an exception for the location of the Quest #1-28 well located in the NW NW of section 28 T11S R25E, Uintah County. This new location will allow less surface damage as it is on level ground and will allow for a shorter access road. There are no other owners within 460 feet from the proposed well location.

Please call me at the phone numbers and address given below if you have any questions. Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read 'S. A. Tedesco', written over a horizontal line.

Steven A. Tedesco

SAT/vtt
Enclosures

*ADD
Address differs
slightly from
letterhead.*



State of Utah

GOVERNOR'S OFFICE OF PLANNING AND BUDGET Resource Development Coordinating Committee

Michael O. Leavitt
Governor

Brad T. Barber
State Planning Coordinator

James L. Dykmann
Committee Chairman

John A. Harja
Executive Director

116 State Capitol Building
Salt Lake City, Utah 84114
(801) 538-1027
Fax: (801) 538-1547

February 2, 2001

John Baza
Division of Oil, Gas & Mining
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84114-5801

SUBJECT: Application for permit to drill - proposal to drill a wildcat well on the Quest 1-28
wildcat well on a FEE Gas lease
State Identification Number: 01-319

Dear Mr. Baza:

The Resource Development Coordinating Committee (RDCC), representing the State of Utah, has reviewed this proposal. Comments from State agencies are as follows:

Division of Air Quality

This project may require a permit, known as an Approval Order, from the Division of Air Quality. If any compressor stations are located at the site, an Approval Order from the DAQ will be required for operation of the equipment. A permit application, known as a Notice of Intent (NOI) should be submitted to the Division of Air Quality for review.

Utah Geological Survey

Although there are no recorded paleontological localities at this potential drill site, the Unita and Green River Formations exposed throughout the area both have the potential for yielding significant fossils. Therefore, should drilling be approved, the UGS recommends that Huntsford Resources Corp. consider conducting a pre-construction paleontological survey in areas of potential surface disturbance.

The Committee appreciates the opportunity to review this proposal. Please direct any other written questions regarding this correspondence to the Utah State Clearinghouse at the above address or call Carolyn Wright at (801) 538-1535 or John Harja at (801) 538-1559.

Sincerely,


for Natalie Gochnour
State Planning Coordinator

NG/ar

RECEIVED

FEB 07 2001

DIVISION OF
OIL, GAS AND MINING

WELL DATA

WELL SEARCH

WELL DATA

WELL HISTORY

WELL ACTIVITY

WELL NAME QUEST 1-28

API NUMBER 4304733801

WELL TYPE GW

WELL STATUS APD

OPERATOR HUNTFORD RESOURCES CORP

ACCOUNT N1405

ALT. ADDRESS FLAG #

FIRST PRODUCTION

FIELD NAME WILDCAT

FIELD NUMBER 1

LA/PA DATE

WELL LOCATION:

SURF LOCATION

Q. S. T. R. M. NWNW 28 11.0 S 25.0 E S

COUNTY UTAH

UTM Coordinates:

SURFACE - N 4411338.00

SURFACE - E 660153.00

BHL - N

BHL - E

CONFIDENTIAL FLAG C

CONFIDENTIAL DATE

DIRECTIONAL | HORIZONTAL

HORIZONTAL LATERALS

FIELD TYPE W

WILDCAT TAX FLAG

CB-METHANE FLAG

ELEVATION 5528 GR

BOND NUMBER 0621469550

BOND TYPE 4

LEASE NUMBER FEE

MINERAL LEASE TYPE 4

SURFACE OWNER TYPE 4

INDIAN TRIBE

C.A. NUMBER

UNIT NAME

CUMULATIVE PRODUCTION:

OIL

GAS

WATER

COMMENTS

Create New Rec

Save

Cancel Change

To History

To Activity

Print Record





State of Utah

GOVERNOR'S OFFICE OF PLANNING AND BUDGET
Resource Development Coordinating Committee

Michael O. Leavitt
Governor

Brad T. Barber
State Planning Coordinator

James L. Dykmann
Committee Chairman

John A. Harja
Executive Director

116 State Capitol Building
Salt Lake City, Utah 84114
(801) 538-1027
Fax: (801) 538-1547

February 2, 2001

John Baza
Division of Oil, Gas & Mining
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84114-5801

SUBJECT: Application for permit to drill - proposal to drill a wildcat well on the Quest 1-28 wildcat well on a FEE Gas lease
State Identification Number: 01-319

Dear Mr. Baza:

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The Committee appreciates the opportunity to review this proposal. Please direct any other written questions regarding this correspondence to the Utah State Clearinghouse at the above address or call Carolyn Wright at (801) 538-1535 or John Harja at (801) 538-1559.

Sincerely,


for Natalie Gochnour
State Planning Coordinator

NG/ar

RECEIVED

FEB 07 2001

DIVISION OF
OIL, GAS AND MINING



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor

Kathleen Clarke
Executive Director

Lowell P. Braxton
Division Director

1594 West North Temple, Suite 1210

PO Box 145801

Salt Lake City, Utah 84114-5801

801-538-5340

801-359-3940 (Fax)

801-538-7223 (TDD)

February 7, 2001

Huntford Resources Corp.
14550 E Easter Ave, Suite 1000
Englewood, CO 80112

Re: Quest 1-28 Well, 577' FNL, 1014' FWL, NW NW, Sec. 28, T. 11 South, R. 25 East,
Uintah County, Utah

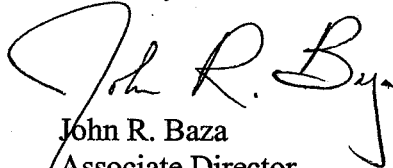
Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-33801.

Sincerely,


John R. Baza
Associate Director

er

Enclosures

cc: Uintah County Assessor

Operator: Huntford Resources Corp.
Well Name & Number Quest 1-28
API Number: 43-047-33801
Lease: FEE
Location: NW NW Sec. 28 T. 11 South R. 25 East

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- 24 hours prior to cementing or testing casing
- 24 hours prior to testing blowout prevention equipment
- 24 hours prior to spudding the well
- within 24 hours of any emergency changes made to the approved drilling program
- prior to commencing operations to plug and abandon the well

The following are Division of Oil, Gas and Mining contacts and their work telephone numbers (please leave a voice mail message if the person is not available to take the call):

- Dan Jarvis at (801) 538-5338
- Carol Daniels at (801) 538-5284 (spud)

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

5. The Application for Permit to Drill has been forwarded to the Resource Development Coordinating Committee for review of this action. The operator will be required to comply with any applicable recommendations resulting from this review.

6. In accordance with the Order in Cause No. 190-3 dated September 19, 1985, the operator shall comply with the requirements of Rules R649-3-31 and R649-3-27 pertaining to Designated Oil Shale Areas. Additionally, the operators shall ensure that the surface and or production casing is properly cemented over the entire oil shale section as defined by Rule R649-3-31. The Operator shall report the actual depth the oil shale is encountered to the division.

7. In order to protect designated oil shale and any near surface ground water, cement for the surface casing shall be brought up to ground level. Should the primary cement job prove unsuccessful, subsequent 1 inch operations shall be performed.

TRANSACTION REPORT

P. 01

FEB-08-2001 THU 04:55 PM

FOR: OIL, GAS & MINING

801 359 3940

DATE	START	RECEIVER	TX TIME	PAGES	TYPE	NOTE	M#	DP
FEB-08	04:44 PM	13036177442	10' 54"	11	SEND	OK	136	
TOTAL :						10M 54S	PAGES:	11



State of Utah DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor

Kathleen Clarke
Executive Director

Lowell P. Braxton
Division Director

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)

UTAH DIVISION OF OIL, GAS AND MINING FACSIMILE COVER SHEET

DATE:

2/8/01

FAX #:

(303) 617-7442

ATTN:

Jamie Kowal

COMPANY:

Huntford

DEPARTMENT:

NUMBER OF PAGES: (INCLUDING THIS ONE)

11 Quest 1-28 + 2-28

FROM:

Earlene Russell

If you do not receive all of the pages as they are "tearable" please call (801) 538-5340



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor
Kathleen Clarke
Executive Director
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Division Director

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)

well file
047-
S 28
T 11 S
R 25 E

February 14, 2001

Huntford Resources Corporation
14550 E. Easter Ave., Suite 1000
Englewood, CO 80112

Re : Applications for Permit to Drill (APD) in Uintah County, Utah

Gentlemen:

The Division of Oil, Gas and Mining recently received comments from the Resource Development Coordinating Committee (RDCC) for the State of Utah concerning several wells previously approved to drill or currently being processed for approval to drill by the Division. The wells, all in Uintah County, are listed as follows:

- Quest #1-28
- Quest # 2-28
- Quest #16-21
- Quest #10-22
- Quest #16-22

Copies of comment letters received from RDCC are enclosed. Please be aware of the concerns expressed in the comment letters, and note that Huntford may be subject to state laws and rules administered by other state agencies as it pertains to resources and issues beyond the applicable regulations of the Division of Oil, Gas and Mining.

Sincerely,

John R. Baza
Associate Director

Encl.

CONFIDENTIAL

FORM 9

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
2. NAME OF OPERATOR: Huntford Resources Corp.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: None
3. ADDRESS OF OPERATOR: 14550 E. Easter Ave. Suite 1000 CITY Englewood STATE CO ZIP 80112		7. UNIT or CA AGREEMENT NAME: None
4. LOCATION OF WELL FOOTAGES AT SURFACE: 577'FNL 1014'FWL		8. WELL NAME and NUMBER: Quest 1-28
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NW NW Sec.28 11S 25E		9. API NUMBER: 43-047-33801
COUNTY Uintah		10. FIELD AND POOL, OR WILDCAT: Wildcat
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input checked="" type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Change Well name from Quest 1-28 to Quest 4-28

APPROVED BY THE
OF UTAH DIVISION OF
OIL, GAS, AND MINING

DATE: 2/21/01

BY: R. Allen

COPY SENT TO OPERATOR
Date: 2-22-01
Initials: LHD

NAME (PLEASE PRINT) Steven Tedesco

TITLE President

SIGNATURE Steven Tedesco

DATE 02/12/01

(This space for State use only)

RECEIVED

FEB 16 2001

DIVISION OF
OIL, GAS AND MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: Huntford Resources Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 14550 E. Easter Ave., Englewood, CO 80112		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL SEE ATTACHMENT		8. WELL NAME and NUMBER:
FOOTAGES AT SURFACE:		9. API NUMBER:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		10. FIELD AND POOL, OR WILDCAT:
		COUNTY: Uintah
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Huntford Resources Corporation agrees to relinquish its holdings to the above referenced wells in Uintah County, Utah to TCC ROYALTY CORPORATION and hereby names TCC ROYALTY CORPORATION as OPERATOR. HUNTFORD RESOURCES CORPORATION further acknowledges that a bond of \$80,000.00 in the form of a CD 0621469550 is being held by the Director of Oil, Gas and Mining as Agent of the State of Utah and agrees to internally transfer this bond into TCC Royalty's name as collateral and held by the State of Utah.

TCC ROYALTY CORP.

Name: CHRISTINE Tedesco
Signature: [Signature]

Title: President
Date: 12/19/01

HUNTFORD RESOURCES
NAME (PLEASE PRINT) Steven A. Tedesco

TITLE President
DATE 12/19/01

SIGNATURE [Signature]

(This space for State use only)

RECEIVED

(5/2000)

(See Instructions on Reverse Side)

DEC 24 2001

DIVISION OF
OIL, GAS AND MINING

List of Wells being transferred from Huntford Resources Corporation to TCC Royalty Corporation.

API No.	Well Name	Location
43-047-34118	\ Quest 14-10	718 FSL 1854 FWL Section 10 T11S R25E
43-047-34119	\ Quest 16-10	740 FSL 662 FEL Section 10 T11S R25E
43-047-34116	\ Quest 6-15	1989 FNL 1939 FWL Section 15 T11S R25E
43-047-34117	\ Quest 8-15	1986 FNL 735 FEL Section 15 T11S R25E
43-047-33805	\ Quest 16-21	420 FSL 460 FEL Section 21 T11S R25E
43-047-33804	\ Quest 10-22	Nw Se Section 22 T11S R25E
43-047-33806	\ Quest 16-22	Se Se Section 22 T11S R25E
43-047-33693	\ Quest 22-1	560 FSL 1712 FWL Section 22 T11S R25E
43-047-33801	\ Quest 4-28	577 FNL 1014 FWL Section 28 T11S R25E
43-047-33803	\ Quest 6-28	1720 FNL 1980 FWL Section 28 T11S R25E

OPERATOR CHANGE WORKSHEET**ROUTING**

1. GLH		4-KAS
2. CDW		5-LP
3. JLT		6-FILE

Enter date after each listed item is completed

X Change of Operator (Well Sold)

Designation of Agent

Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective: **12-19-2001**

FROM: (Old Operator):
HUNTFORD RESOURCES CORPORATION
Address: 14550 E. EASTER AVE
ENGLEWOOD, CO 80112
Phone: 1-(303)-617-7242
Account N1405

TO: (New Operator):
TCC ROYALTY CORPORATION
Address: 14550 E. EASTER AVE
ENGLEWOOD, CO 80112
Phone: 1-(303)-617-7242
Account N1995

CA No.**Unit:****WELL(S)**

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
QUEST 14-10	43-047-34118	13268	10-11S-25E	FEE	GW	DRL
QUEST 16-10	43-047-34119	99999	10-11S-25E	FEE	GW	APD
QUEST 6-15	43-047-34116	99999	15-11S-25E	FEE	GW	APD
QUEST 8-15	43-047-34117	99999	15-11S-25E	FEE	GW	APD
QUEST 16-21	43-047-33805	13088	21-11S-25E	FEE	GW	P
QUEST 10-22	43-047-33804	99999	22-11S-25E	FEE	GW	NEW
QUEST 16-22	43-047-33806	99999	22-11S-25E	FEE	GW	NEW
QUEST 22-1	43-047-33693	12998	22-11S-25E	FEE	GW	P
QUEST 4-28	43-047-33801	99999	28-11S-25E	FEE	GW	APD
QUEST 6-28	43-047-33803	13089	28-11S-25E	FEE	GW	P

OPERATOR CHANGES DOCUMENTATION

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 12/24/2001
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 12/24/2001

3. The new company has been checked through the **Department of Commerce, Division of Corporations Database on:** 12/26/2001

4. Is the new operator registered in the State of Utah: YES Business Number: 4817842-0143

5. If **NO**, the operator was contacted contacted on: N/A

6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the (merger, name change, or operator change) for all wells listed on Federal or Indian leases on: N/A

7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: N/A

8. **Federal and Indian Communization Agreements ("CA"):** The BLM or the BIA has approved the operator change for all wells listed involved in a CA on: N/A

9. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database on:** 12/26/2001

2. Changes have been entered on the **Monthly Operator Change Spread Sheet on:** 12/26/2001

3. Bond information entered in RBDMS on: 12/26/2001

4. Fee wells attached to bond in RBDMS on: 12/26/2001

STATE BOND VERIFICATION:

1. State well(s) covered by Bond No.: N/A

INDIAN BOND VERIFICATION:

1. Indian well(s) covered by Bond No.: N/A

FEDERAL BOND VERIFICATION:

1. Federal well(s) covered by Bond No.: N/A

FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed has furnished a bond: 621469550

2. The **FORMER** operator has requested a release of liability from their bond on: SEE COMMENTS
The Division sent response by letter on: N/A

3. (R649-2-10) The **FORMER** operator of the Fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 12/26/2001

COMMENTS: Huntford Resources Corp Certificate of Deposit was transferred to TCC Royalty Corp. See bond file.



State of Utah

DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor
Robert Morgan
Executive Director
Lowell P. Braxton
Division Director

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)

April 18, 2002

Steve Tedesco
TCC Royalty Corporation
14550 E. Easter Ave
Englewood, Colorado 80112

Re: APD Rescinded – Quest 4-28, Sec. 28, T. 11S, R. 25E – Uintah County, Utah,
API No. 43-047-33801

Dear Mr. Tedesco:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on February 7, 2001. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective February 7, 2002.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,

A handwritten signature in cursive script that reads "Diana Mason".

Diana Mason
Engineering Technician

cc: Well File
Gil Hunt, Technical Services Manager

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL

OIL WELL ☐

GAS WELL ☒

OTHER _____

2. NAME OF OPERATOR:

TCC Royalty Corporation

N1995

3. ADDRESS OF OPERATOR:

14550 E Easter Ave., Ste 101

CITY

Denver

STATE

CO

ZIP

80202

PHONE NUMBER:

(303) 617-7242

5. LEASE DESIGNATION AND SERIAL NUMBER:

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:

See Attachment

9. API NUMBER:

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL

FOOTAGES AT SURFACE:

S.L.B. & M.

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION



NOTICE OF INTENT
(Submit in Duplicate)

Approximate date work will start:

10/1/2005



SUBSEQUENT REPORT
(Submit Original Form Only)

Date of work completion:



ACIDIZE



ALTER CASING



CASING REPAIR



CHANGE TO PREVIOUS PLANS



CHANGE TUBING



CHANGE WELL NAME



CHANGE WELL STATUS



COMMINGLE PRODUCING FORMATIONS



CONVERT WELL TYPE



DEEPEN



FRACTURE TREAT



NEW CONSTRUCTION



OPERATOR CHANGE



PLUG AND ABANDON



PLUG BACK



PRODUCTION (START/RESUME)



RECLAMATION OF WELL SITE



RECOMPLETE - DIFFERENT FORMATION



REPERFORATE CURRENT FORMATION



SIDETRACK TO REPAIR WELL



TEMPORARILY ABANDON



TUBING REPAIR



VENT OR FLARE



WATER DISPOSAL



WATER SHUT-OFF



OTHER: _____

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective: October 1, 2005

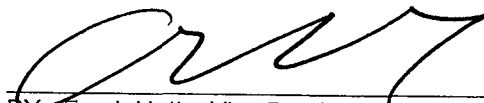
Enduring Resources, LLC
475 17th Street, Suite 1500
Denver, Colorado 80202

N2750

Operator No. N 2750
Utah State Bond #RLB0008031

Contact: Frank Hutto 303-350-5102

ENDURING RESOURCES, LLC



BY: Frank Hutto, Vice President - Operations
ALEX CAMERON LAMP

DATE: 10-24-2005

NAME (PLEASE PRINT)

CHRISTINE Tedesco

TITLE

XXXXXXX

SIGNATURE



DATE

(This space for State use only)

APPROVED

10/31/05

Earlene Russell

Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED

OCT 26 2005

DIV. OF OIL, GAS & MINING

TRANSFER OF OPERATOR

From: TCC Royalty Corp. - To: Enduring Resources, LLC

	API Number	Well Name	Status	Field	County	State	Qtr-Qtr	Section	TwN-Rge
1	43-047-33935-00-00	QUEST 12-21	Shut-In	Kicker	Uintah	Utah	NWSW	21	11S-25E
2	43-047-33693-00-00	QUEST 22-1	Producing	Kicker	Uintah	Utah	SESW	22	11S-25E
3	43-047-33803-00-00	QUEST 6-28	Producing	Kicker	Uintah	Utah	SENW	28	11S-25E
4	43-047-33805-00-00	QUEST 16-21	Producing	Kicker	Uintah	Utah	SESE	21	11S-25E
5	43-047-33801-00-00	QUEST 4-28	Location Abandoned	Kicker	Uintah	Utah	NWNW	28	11S-25E
6	43-047-34118-00-00	QUEST 14-10	Drilling Operations Suspended	Wildcat	Uintah	Utah	SESW	10	11S-25E
7	43-047-35299-00-00	QUEST 13-22	Producing	Kicker	Uintah	Utah	SWSW	22	11S-25E
8	43-047-35298-00-00	QUEST 4-27	Spudded (Drilling commenced: Not yet completed)	Kicker	Uintah	Utah	NWNW	27	11S-25E
9	43-047-35310-00-00	QUEST 2-28	Drilling Operations Suspended	Kicker	Uintah	Utah	NWNE	28	11S-25E
10	43-047-35297-00-00	QUEST 15-21L	Drilling Operations Suspended	Kicker	Uintah	Utah	SWSE	21	11S-25E

RECEIVED

OCT 26 2005

DIV. OF OIL, GAS & MINING

1. DJJ

2. CDW

Designation of Agent/Operator

Merger

10/1/2005

TO: (New Operator):

N2750-Enduring Resources, LLC
475 17th Street, Suite 1500
Denver, CO 80202

Phone: 1-(303) 350-5102

Unit:

WELL(S)

[illegible]

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 10/26/2005
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 10/26/2005

3. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 9/29/2005
4. Is the new operator registered in the State of Utah: YES Business Number: 5771233-0161
5. If **NO**, the operator was contacted contacted on:

- 6a. (R649-9-2)Waste Management Plan has been received on: Requested 9/29/05
- 6b. Inspections of LA PA state/fee well sites complete on: n/a

6c. Reports current for Production/Disposition & Sundries on: _____

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM n/a BIA n/a

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: n/a

9. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on: n/a

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 11/1/2005
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 11/1/2005
3. Bond information entered in RBDMS on: 11/1/2005
4. Fee/State wells attached to bond in RBDMS on: 11/1/2005
5. Injection Projects to new operator in RBDMS on: n/a
6. Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: n/a

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: n/a

FEE & STATE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number RLB0008031
2. The **FORMER** operator has requested a release of liability from their bond on: not yet
The Division sent response by letter on: _____

LEASE INTEREST OWNER NOTIFICATION:

3. (R649-2-10) The **FORMER** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 10/31/2005

COMMENTS:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>Abandoned Location</u>		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
2. NAME OF OPERATOR: Enduring Resources, LLC		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
3. ADDRESS OF OPERATOR: 475 17th Street, Suite 1500 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME: N/A
PHONE NUMBER: (303) 350-5114		8. WELL NAME and NUMBER: Quest 44-28
4. LOCATION OF WELL FOOTAGES AT SURFACE: 577' FNL - 1014' FWL COUNTY: Uintah QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNW 28 11S 25E S STATE: UTAH		9. API NUMBER: 4304733801
		10. FIELD AND POOL, OR WILDCAT: Wildcat

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 7/10/2006	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Close pit and Rehab</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>Location</u>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

7-10-2006

Pick up pit liners.
Closed pit.
Re-contoured and ripped site.
Ripped road.

Will re-seed this fall.

NAME (PLEASE PRINT) <u>Alvin R. (AI) Arlian</u>	TITLE <u>Landman - Regulatory Specialist</u>
SIGNATURE 	DATE <u>7/11/2006</u>

(This space for State use only)

RECEIVED

JUL 13 2006